

P96000031977

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-04/08/96--01051--005
***122.50 ***122.50

SUBJECT: _____ SKIPPER'S AUTOMOTIVE, INC _____

Enclosed is our original and one (1) copy of the Articles of Incorporation and our check
for ____\$122.50____.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR -8 AM 11:50

FROM: SKIPPER'S AUTOMOTIVE, INC

1621 13th Street

St Cloud, FL 34769

(407) 851-6656

FEI # 59-3369920

g4/12/96

**ARTICLES OF INCORPORATION
OF**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 APR -8 AM 11:50

____SKIPPER'S AUTOMOTIVE, INC.____

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

"SKIPPER'S AUTOMOTIVE, INC"

ARTICLE II PRINCIPLE OFFICES

1621 13th Street
St Cloud, Fl. 34769

ARTICLE III DURATION

The period of its duration is perpetual.

ARTICLE IV PURPOSE

The purpose of this corporation is to engage in activities or business permitted under the laws of the United States of America and the State of Florida. The purpose of the corporation shall not be limited, and nothing therein shall be deemed as prohibiting the corporation from extending its activities to any related or otherwise permissible lawful business purpose which may become necessary, profitable or desirable for the furtherance of the corporation objectives.

ARTICLE V SHARES OF COMMON STOCK

The corporation is authorized to issue one hundred (100) shares of stock at \$10 per share.

ARTICLE VI INITIAL REGISTER AGENT & ADDRESS

Ronald S. McCarroll
5155 Haywood Ruffin Rd.
St. Cloud, Fl. 34771

ARTICLE VII MANNER OF ELECTION OF OFFICERS & DIRECTORS

Election shall be by plurality of the votes cast by the shares entitled to vote in the election at a meeting at which a quorum is present.

OFFICERS

President Ronald S. McCarroll, 5155 Haywood Ruffin Rd. St Cloud FL 34771

Secretary Treva D. McCarroll, 5155 Haywood Ruffin Rd. St Cloud, FL 34771

ARTICLE VIII INCORPORATORS

Ronald S. McCarroll, SS# 308-56-9873

Treva D. McCarroll, SS# 306-56-3382

ARTICLE IX AMENDMENT OF ARTICLES

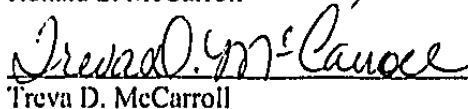
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X INDEMNIFICATION

This corporation may be empowered to indemnify any officer or director or any former officer or director in the manner set out and provided for in the laws of this corporation and pursuant to Section 607.014, Florida Statutes, as amended.

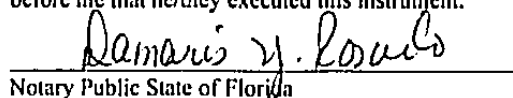
IN WITNESS WHEREOF, the undersigned Incorporator(s) has executed these Articles of Incorporation this 28 day of MARCH, 1996.


Ronald S. McCarroll


Treva D. McCarroll

STATE OF FLORIDA
COUNTY OF _____

The foregoing instrument was acknowledged before me this 28 day of MARCH, 1996 by Ronald S. McCarroll & Treva D. McCarroll, who is () personally known to me, or () who produced DL as identification and who acknowledged before me that he/they executed this instrument.


Notary Public State of Florida

SEAL



DAMARIS Y ROSADO
My Commission CC402608
Expires Oct. 09, 1998
Bonded by ANB
800-852-5878

96 APR -8 AM 11: 50

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT & OFFICE**

Pursuant to the provisions of section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the Registered Agent and Office, in the State of Florida.

1. The name of the corporation is: SKIPPER'S AUTOMOTIVE, INC.

2. The name and address of the Registered Agent and Office is:

RONALD S. McCARROLL

5155 HAYWOOD RUFFIN RD

ST. CLOUD, FL 34771

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE OF DESIGNATION IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


Signature

4-1-96
Date